

Exhibit B
Certification of Michael H. Torkin

Jonathan Sanders (No. #228785)
SIMPSON THACHER & BARTLETT LLP
2475 Hanover Street
Palo Alto, CA 94304
Telephone: (650) 251-5000
Facsimile: (650) 252-5002

Michael H. Torkin
Nicholas Goldin
Kathrine A. McLendon
Jamie J. Fell
SIMPSON THACHER & BARTLETT LLP
425 Lexington Avenue
New York, NY 10017
Telephone: (212) 455-2000
Facsimile: (212) 455-2502

*Counsel for the Board of Each of PG&E Corporation
and Pacific Gas and Electric Company and for
Certain Current and Former Independent Directors*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case No.
19-30088 (DM).*

Bankruptcy Case
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**CERTIFICATION OF MICHAEL H.
TORKIN IN SUPPORT OF SECOND
INTERIM APPLICATION OF SIMPSON
THACHER & BARTLETT LLP FOR
ALLOWANCE AND PAYMENT OF
COMPENSATION AND
REIMBURSEMENT OF EXPENSES FOR
THE PERIOD OF MAY 1, 2019 THROUGH
AUGUST 31, 2019**

1 I, Michael H. Torkin, hereby certify that:

2 1. I am a partner with the applicant firm, Simpson Thacher & Bartlett LLP
3 (“**Simpson Thacher**”), and involved in Simpson Thacher’s representation of (i) the Board of
4 Directors (the “**Board**”) of each of PG&E Corporation and Pacific Gas and Electric Company
5 (the “**Debtors**”), as the Board may be constituted from time to time, and for the members of the
6 Board from time to time in their capacities as members of the Board, and (ii) certain current and
7 former independent directors in their individual capacities who serve or served as independent
8 directors prior to and/or as of the Petition Date (as defined below) (each an “**Independent**
9 **Director**” and collectively, the “**Independent Directors**”) in connection with the above-
10 referenced chapter 11 cases (the “**Chapter 11 Cases**”).

11 2. I am familiar with the *Order Pursuant to 11 U.S.C. §§ 331 and 105(a) and*
12 *Fed. R. Bankr. P. 2016 for Authority to Establish Procedures for Interim Compensation and*
13 *Reimbursement of Expenses of Professionals dated February 27, 2019* [Docket No. 701] (the
14 “**Interim Compensation Order**”), the *Guidelines for Compensation and Expense*
15 *Reimbursement of Professionals and Trustees for the Northern District of California effective*
16 *February 19, 2014* (the “**Local Guidelines**”), the *U.S. Trustee Guidelines for Reviewing*
17 *Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by*
18 *Attorneys in Larger Chapter 11 Cases, effective November 1, 2013* (the “**UST Guidelines**”), and
19 the *Revised Fee Examiner Protocol* dated October 24, 2019 [Docket No. 4473] (the “**Fee**
20 **Examiner Protocol**,” and, together with the Local Guidelines, collectively, the “**Fee**
21 **Guidelines**”).

22 3. This Certification is made in connection with Simpson Thacher’s second
23 interim fee application, dated November 15, 2019 (the “**Application**”)¹ for allowance and
24 payment of compensation and reimbursement of expenses for the period commencing May 1,
25 2019 through and including August 31, 2019 (the “**Compensation Period**”).

26 _____
27 ¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.
28

a. I have read the Application

c. The fees and disbursements sought are billed at rates in accordance with those generally charged by Simpson Thacher and generally accepted by Simpson Thacher's clients.

6. Exhibit C to the Application compares the blended hourly rate billed by

7. Simpson Thacher responds to the questions identified in the UST follows:

a. Answer: No.

1 9. Question 2: If the fees sought in the Application as compared to the fees
2 budgeted for the time period covered by the Application are higher by 10% or more, did
3 Simpson Thacher discuss the reasons for the variation with the client?

4 a. Answer: The fees sought in the Application do not exceed by 10% or more
5 the aggregate fees budgeted for Simpson Thacher for the Compensation
6 Period.
7

8 10. Question 3: Have any of the professionals included in the Application
9 varied their hourly rate based on geographic location of the Chapter 11 Cases?

10 a. Answer: No.

11 11. Question 4: Does the Application include time or fees related to reviewing
12 or revising time records or preparing, reviewing or revising invoices? If so, please quantify by
13 hours and fees.
14

15 a. Answer: Yes. Simpson Thacher personnel have spent approximately 73
16 hours and \$76,579 in time and fees related to preparing, reviewing and/or
17 revising the time records or invoices for the period May 1 – August 31,
18 2019.

19 12. Question 5: Does the Application include time or fees for reviewing time
20 records to redact any privileged or other confidential information? If so, please quantify hours
21 and fees.
22

23 a. Answer: Yes. The time and fees related to reviewing for privileged or
24 confidential information is included in the amount of time and fees related
25 to preparing, reviewing and/or revising the time records or invoices
26 referenced in the Answer to Question 4.
27
28

1 13. Question 6. Does the Application include any rate increases since
2 Simpson Thacher's retention in this case? If so, did the client review and approve the rate
3 increases in advance? Did the client agree when retaining the law firm to accept all future rate
4 increases?

- 5 a. Answer. The Application does not include any rate increases since
6 Simpson Thacher's retention. The Debtors have been advised that
7 Simpson Thacher customarily increases its hourly rates in September each
8 year and were again notified prior to the rate increase in September this
9 year; however, such rate increases are not reflected in this Application,
10 which only covers May 1 – August 31, 2019.
11

12
13
14 Dated: November 15, 2019
15 New York, New York

/s/ Michael H. Torkin
Michael H. Torkin